



ENTERED
07/24/2015

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
MCALLEN DIVISION**

In re: AZIZ CONVENIENCE STORES, L.L.C., Debtor.	§ § § § §	Case No. 14-70427 Chapter 11
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**AGREED ORDER AUTHORIZING AND APPROVING
DISTRIBUTION OF SALE PROCEEDS
(Relates to Docket No. ____)**

Upon consideration of the Agreed Motion for Order Authorizing and Approving Distribution of Sale Proceeds (the "Motion"); the Court having reviewed the Motion and any objections thereto and having considered arguments of counsel and any evidence presented at the hearing on the Motion; and the Court having determined that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, this is a core proceeding pursuant to 28 U.S.C § 157(b)(2), notice of the Motion was sufficient and adequate under the circumstances, and the legal and factual bases set forth in the Motion and at the hearing on the Motion establish just cause for the relief granted herein, the Court is of the opinion that the proposed relief requested in the Motion should be granted. Therefore it is hereby;

ORDERED that the Motion is **GRANTED**; it is further

ORDERED that, within ten (10) business days from the entry of this Order, the Debtor shall distribute the remaining proceeds from the Escrow Reserve¹ as follows:

- a. \$48,817.28 to the Debtor as replenishment of PCB's cash collateral used to pay the following amounts:
 - 1. \$34,998.28 Adequate Protection Payment paid to Greenwich;

¹ Capitalized terms not defined herein shall have the meanings set forth in the Motion.

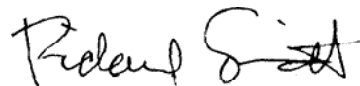
2. \$1,088.50 paid to The Claro Group, LLC for professional fees incurred in connection with the sale of the 200 Acres;
3. \$10,443.00 paid to Okin & Adams LLP for professional fees incurred in connection with the sale of the 200 Acres;
4. \$2,287.50 in payment to Wick Phillips Gould & Martin, LLP professional fees incurred in connection with the sale of the 200 Acres; and

b. After establishment of the Professional Fee Reserve (defined below), the remaining Escrow Reserve, currently, approximately \$315,583.07, to the Texas Comptroller of Public Accounts (“Comptroller”) as payment toward the Comptroller’s secured claim. ,

ORDERED that the Debtor shall hold \$15,000.00 (the “Professional Fee Reserve”), which shall be held, subject to the Comptroller’s lien, for payment of any allowed professional fees incurred in connection with the 200 Acre sale exceeding the amounts set forth in paragraphs a(2) – a(4) above.

July 24, 2015

SIGNED this ____ day of _____, 2015.



THE HONORABLE RICHARD S. SCHMIDT
UNITED STATES BANKRUPTCY JUDGE

AGREED AS TO FORM AND CONTENT:

ATLAS, HALL & RODRIGUEZ LLP
ATTORNEYS FOR PLAINSCAPITAL
BANK

/s/ Vicki M. Skaggs

Vicki M. Skaggs (TX 13320100)
818 Pecan Blvd.
McAllen, Texas 78501
Main Dial Number 956.682.5501

GARDERE WYNNE SEWELL LLP
ATTORNEYS FOR PLAINSCAPITAL
BANK

/s/ Marcus A. Helt

Marcus A. Helt (TX 24052187)
Evan Baker (TX 24073879)
1601 Elm Street, Suite 3000
Dallas, Texas 75201-4761
Telephone: 214.999.3000

OKIN & ADAMS LLP
ATTORNEYS FOR THE DEBTOR

/s/ Matthew S. Okin

Matthew S. Okin (TX 00784695)
1113 Vine St., Suite 201
Houston, TX 77002
Telephone: 713.228.4101

TEXAS ATTORNEY GENERAL

/s/ Jason A. Starks

Jason A. Starks (TX 24046903)
Assistant Attorney General
P.O. Box 12548
Austin, Texas 78711-2548
Telephone: 512.475.4867